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*Counsel to the Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

CELSIUS NETWORK LLC, *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)  
) Case No. 22-10964 (MG)  
)  
) (Jointly Administered)  
)

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**CERTIFICATION OF NO OBJECTION  
REGARDING DEBTORS' MOTION FOR ENTRY OF AN  
ORDER (I) AUTHORIZING CHRISTOPHER FERRARO TO ACT  
AS FOREIGN REPRESENTATIVE AND (II) GRANTING RELATED RELIEF**

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The undersigned counsel for the above-captioned debtors and debtors in possession (collectively, the "Debtors") hereby certifies that:

1. On June 14, 2023, the Debtors filed the *Debtors' Motion for Entry of an Order (I) Authorizing Christopher Ferraro to Act as Foreign Representative and (II) Granting Related Relief* [Docket No. 2802] (the "Motion").

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 Ltd. (1209); GK8 UK Limited (0893); and GK8 USA LLC (9450). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

2. Pursuant to the Motion, objections to the final relief requested in the Motion were due by June 21, 2023, at 4:00 p.m. prevailing Eastern Time (the “Objection Deadline”).

3. Local Rule 9075-2 provides that a motion may be granted without a hearing if (a) no objections or other responsive pleadings have been filed on or before the applicable objection deadline and (b) counsel for the entity that filed the motion files a statement certifying that counsel has reviewed the docket not less than forty-eight hours after the Objection Deadline and no objection, responsive pleading, or request for hearing with respect to such motion appears thereon.

4. As of the filing of this certificate of no objection, more than forty-eight hours have elapsed since the Objection Deadline and, to the best of the undersigned counsel’s knowledge, no objection, responsive pleading, or request for hearing with respect to the Motion has been (a) filed with the Court on the docket of the above-captioned chapter 11 cases or (b) served on the Debtors or their counsel.

5. Accordingly, the Debtors respectfully request entry of the proposed order attached hereto as **Exhibit A**.

*[Remainder of page intentionally left blank]*

New York, New York  
Dated: June 26, 2023

/s/ Joshua A. Sussberg

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**Exhibit A**

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	)	
In re:	)	Chapter 11
	)	
CELSIUS NETWORK LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 22-10964 (MG)
	)	
Debtors.	)	(Jointly Administered)
	)	

**ORDER (I) AUTHORIZING CHRISTOPHER FERRARO TO ACT AS  
FOREIGN REPRESENTATIVE AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”): (a) authorizing Christopher Ferraro to act as foreign representative on behalf of the Debtors’ estates (the “Foreign Representative”) in the English Proceeding; and (b) granting related relief, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the Southern District of New York, entered February 1, 2012; and this Court having the power to enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of these cases in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this Court having found that the Debtors’ notice of the Motion and opportunity for a hearing thereon

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 Ltd. (1209); GK8 UK Limited (0893); and GK8 USA LLC (9450). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. Christopher Ferraro is hereby authorized to: (a) act as the Foreign Representative of the Debtors in the English Proceeding; (b) seek recognition of the Debtors’ chapter 11 cases in the English Proceeding; (c) request that the English Court lend assistance to this Court in protecting the property of the Debtors’ estates; and (d) seek any other appropriate relief from the English Court that Christopher Ferraro deems just and proper in the furtherance of the protection of the Debtors’ estates.
3. This Court requests the aid and assistance of the English Court to recognize the Debtors’ chapter 11 cases as a “foreign main proceeding” and Christopher Ferraro as a “foreign representative” pursuant to the Cross-Border Insolvency Regulations (2006), and to recognize and give full force and effect to this Order.
4. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.
5. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the Local Rules are satisfied by such notice.

6. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

New York, New York

Dated: \_\_\_\_\_, 2023

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THE HONORABLE MARTIN GLENN  
CHIEF UNITED STATES BANKRUPTCY JUDGE